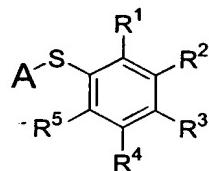


CLAIMS

We claim:

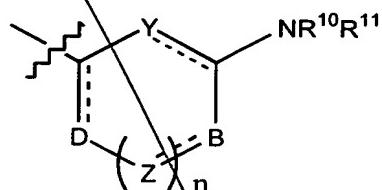
1. A compound of the structure



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wherein R^1 , R^2 , R^3 , R^4 and R^5 are each independently selected from the group consisting of hydrogen, halogen, alkyl, haloalkyl, alkoxy, cyano, nitro, cycloalkyl and carboxaldehyde;

with the proviso that at least one of R^1 or R^3 is



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wherein D, B, Y and Z at each occurrence are independently selected from the group consisting of $-CR^6=$, $-CR^7R^8-$, $-C(O)-$, $-O-$, $-SO_2-$, $-S-$, $-N=$, and $-NR^9-$;

n is an integer of zero to three;

15 R^6 , R^7 , R^8 and R^9 , at each occurrence, are each independently selected from the group consisting of hydrogen, alkyl, carboxy,

hydroxyalkyl, alkylaminocarbonyl alkyl,
dialkylaminocarbonylalkyl and carboxyalkyl; and

R^{10} and R^{11} are each independently selected from the group consisting of

hydrogen, alkyl, cycloalkyl, alkoxyalkyl, alkoxycarbonylalkyl,
carboxyalkyl, hydroxyalkyl, heterocyclyl, heterocyclalkyl and
heterocyclamino;

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wherein R^{10} and R^{11} may be joined to form a three to seven membered heterocycl ring, said ring being optionally substituted with one or more substituents R^{13} , wherein R^{13} , at each occurrence is independently selected from the group consisting of alkyl, alkylene, alkoxy, alkoxyalkyl, cycloalkyl, aryl, heterocyclyl, heterocyclalkyl, heterocyclcarbonyl, heterocyclalkylaminocarbonyl, hydroxy, hydroxyalkyl, hydroxyalkoxyalkyl, carboxy, carboxyalkyl, carboxycarbonyl, carboxaldehyde, alkoxycarbonyl, arylalkoxycarbonyl, aminoalkyl, aminoalkanoyl, aminocarbonyl, carboxamido, alkoxycarbonylalkyl, carboxamidoalkyl, cyano, tetrazolyl, alkanoyl, hydroxyalkanoyl, alkanoyloxy, alkanoylamino, alkanoyloxyalkyl, alkanoylaminoalkyl, sulfonate, alkylsulfonyl, alkylsulfonylaminocarbonyl, arylsulfonylaminocarbonyl and heterocyclsulfonylaminocarbonyl;

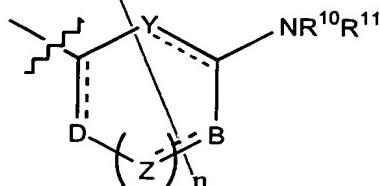
20 wherein A is an aryl or heterocycl group, said aryl or heterocycl group having at least one substituent R^{12} , wherein R^{12} , at each occurrence, is independently selected from the group consisting of hydrogen, halogen, alkyl, aryl, haloalkyl, hydroxy, alkoxy, alkoxyalkyl, alkoxycarbonyl, alkoxyalkoxy, hydroxyalkyl, aminoalkyl,

S M
A Y

aminocarbonyl, alkyl(alkoxycarbonylalkyl) aminoalkyl, heterocyclyl,
 heterocyclylalkyl, carboxaldehyde, carboxaldehyde hydrazone, carboxamide,
 alkoxycarbonylalkyl, carboxy, carboxyalkyl, carboxyalkoxy,
 hydroxyalkylaminocarbonyl, cyano, amino, heterocyclylalkylamino,
 5 carboxythioalkoxy, carboxycycloalkoxy, thioalkoxy, carboxyalkylamino, trans-
 cinnamyl and heterocyclylalkylaminocarbonyl; and
 wherein R¹, R², R³, R⁴, R⁵, R⁶, R⁷, R⁸, R⁹, R¹⁰, R¹¹, R¹² and R¹³ are unsubstituted
 or substituted with at least one electron donating or electron withdrawing
 group;

10 or a pharmaceutically-acceptable salt, optical isomer or prodrug thereof.

2. The compound of claim 1 wherein R³ is



D, B, Y and Z at each occurrence are independently selected from the

15 group consisting of -CR⁶=, -CR⁷R⁸-, -C(O)-, -O-, -SO₂-, -S-,
 -N=, and -NR⁹-;

n is an integer of zero to three;

R⁶, R⁷, R⁸ and R⁹, at each occurrence, are each independently selected
 from the group consisting of hydrogen, alkyl, carboxy,

hydroxyalkyl, alkylaminocarbonyl alkyl,

dialkylaminocarbonylalkyl and carboxyalkyl;

R^{10} and R^{11} are each independently selected from the group consisting of

hydrogen, alkyl, cycloalkyl, alkoxyalkyl, alkoxycarbonylalkyl,

carboxyalkyl, hydroxyalkyl, heterocyclyl, heterocyclylalkyl and

heterocyclylamino;

wherein R^{10} and R^{11} may be joined to form a three to seven membered

heterocyclyl ring, said ring optionally being substituted with one or more

substituents R^{13} , wherein R^{13} at each occurrence is independently selected

from the group consisting of alkyl, alkylene, alkoxy, alkoxyalkyl,

cycloalkyl, aryl, heterocyclyl, heterocyclylalkyl, heterocyclylcarbonyl,

heterocyclylalkylaminocarbonyl, hydroxy, hydroxyalkyl,

hydroxyalkoxyalkyl, carboxy, carboxyalkyl, carboxycarbonyl,

carboxaldehyde, alkoxycarbonyl, arylalkoxycarbonyl, aminoalkyl,

aminoalkanoyl, aminocarbonyl, carboxamido, alkoxycarbonylalkyl,

carboxamidoalkyl, cyano, tetrazolyl, alkanoyl, hydroxyalkanoyl,

alkanoyloxy, alkanoylamino, alkanoyloxyalkyl, alkanoylaminoalkyl,

sulfonate, alkylsulfonyl, alkylsulfonylaminocarbonyl,

arylsulfonylaminocarbonyl and heterocyclysulfonylaminocarbonyl;

R^1 and R^2 are each independently selected from the group consisting of hydrogen,

halogen, haloalkyl and nitro; and

R^4 and R^5 are each independently selected from the group of hydrogen and alkyl.

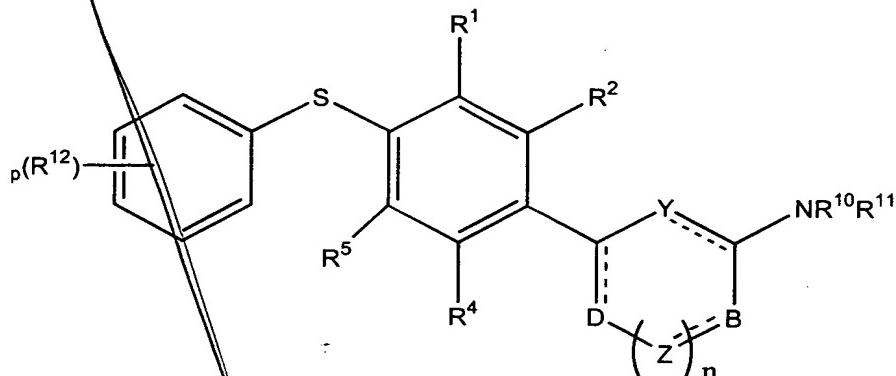
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3. The compound of claim 1 of the structure



wherein R^1 , R^2 , R^4 and R^5 are each independently selected from the group

consisting of hydrogen, halogen, alkyl, haloalkyl, alkoxy, cyano, nitro, cycloalkyl and carboxaldehyde;

D, B, Y and Z at each occurrence are independently selected from the group

consisting of $-CR^6=$, $-CR^7R^8-$, $-C(O)-$, $-O-$, $-SO_2-$, $-S-$, $-N=$, and $-NR^9-$;

n is an integer of zero to three;

wherein R^6 , R^7 , R^8 and R^9 , at each occurrence, are each independently selected from the group consisting of hydrogen, alkyl, carboxy,

hydroxyalkyl, alkylaminocarbonyl alkyl,

dialkylaminocarbonylalkyl and carboxyalkyl;

R^{10} and R^{11} are each independently selected from the group consisting of

hydrogen, alkyl, cycloalkyl, alkoxyalkyl, alkoxycarbonylalkyl,

carboxyalkyl, hydroxyalkyl, heterocyclyl, heterocyclalkyl and

heterocyclamino;

wherein R^{10} and R^{11} may be joined to form a three to seven membered

heterocyclyl ring, said ring optionally being substituted with one or more

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A⁴₅*
substituents R¹³, wherein R¹³ at each occurrence is independently selected from the group consisting of alkyl, alkylene, alkoxy, alkoxyalkyl,

cycloalkyl, aryl, heterocyclyl, heterocyclylalkyl, heterocyclylcarbonyl,

heterocyclylalkylaminocarbonyl, hydroxy, hydroxyalkyl,

hydroxyalkoxylalkyl, carboxy, carboxyalkyl, carboxycarbonyl,

carboxaldehyde, alkoxycarbonyl, arylalkoxycarbonyl, aminoalkyl,

aminoalkanoyl, aminocarbonyl, carboxamido, alkoxycarbonylalkyl,

carboxamidoalkyl, cyano, tetrazolyl, alkanoyl, hydroxyalkanoyl,

alkanoyloxy, alkanoylamino, alkanoyloxyalkyl, alkanoylaminoalkyl,

sulfonate, alkylsulfonyl, alkylsulfonylaminocarbonyl,

arylsulfonylaminocarbonyl and heterocyclylsulfonylaminocarbonyl;

R¹², at each occurrence, is independently selected from the group consisting of

hydrogen, halogen, alkyl, haloalkyl, alkoxy, carboxyalkoxy, carboxyalkyl

and heterocyclyl; and,

p is an integer of zero to five;

wherein R¹, R², R⁴, R⁵, R¹⁰, R¹¹, R¹² and R¹³ are unsubstituted or

substituted with at least one electron donating group or electron

withdrawing group.

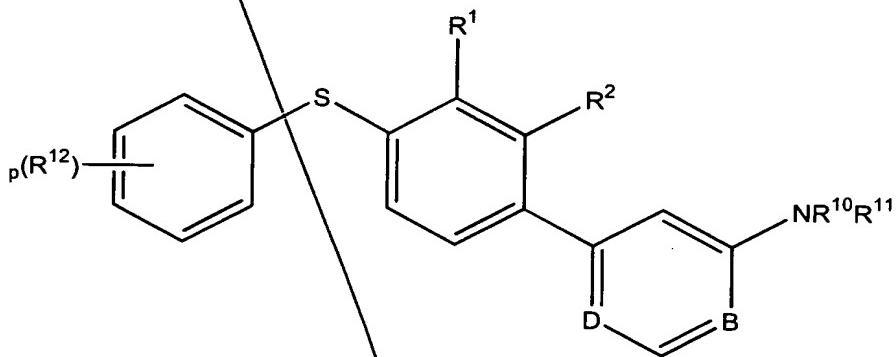
4. The compound of claim 3 wherein p is one;

R⁴ and R⁵ are hydrogen;

R¹² is selected from the group consisting of halogen, alkyl, alkoxy,
5 carboxyalkoxy, carboxyalkyl and heterocycl; and

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R¹⁰ and R¹¹ are joined to form a three to seven membered heterocycl ring; said
ring selected from the group consisting of piperidine, piperazine,
morpholine, pyrrolidine and azetidine.

10 5. The compound of claim 1 of the structure



wherein D and B are each independently selected from the group consisting of

-N= and -CR⁶=;

15 R¹ and R² are each independently selected from the group consisting of hydrogen,
halogen and haloalkyl;

R¹⁰ and R¹¹ are each independently selected from the group consisting of
hydrogen, alkyl, cycloalkyl, alkoxyalkyl, alkoxycarbonylalkyl,

carboxyalkyl, hydroxyalkyl, heterocycl, heterocyclalkyl and
heterocyclamino;

wherein R¹⁰ and R¹¹ may be joined to form a three to seven membered
heterocycl ring, said ring optionally substituted with one or more
5 substituents R¹³, wherein R¹³ at each occurrence is independently selected
from the group consisting of alkyl, alkylene, alkoxy, alkoxyalkyl,
cycloalkyl, aryl, heterocycl, heterocyclalkyl, heterocyclcarbonyl,
heterocyclalkylaminocarbonyl, hydroxy, hydroxyalkyl,
hydroxyalkoxyalkyl, carboxy, carboxyalkyl, carboxycarbonyl,
10 carboxaldehyde, alkoxycarbonyl, arylalkoxycarbonyl, aminoalkyl,
aminoalkanoyl, aminocarbonyl, carboxamido, alkoxycarbonylalkyl,
carboxamidoalkyl, cyano, tetrazolyl, alkanoyl, hydroxyalkanoyl,
alkanoyloxy, alkanoylamino, alkanoyloxyalkyl, alkanoylaminoalkyl,
sulfonate, alkylsulfonyl, alkylsulfonylaminocarbonyl,
15 arylsulfonylaminocarbonyl and heterocyclsulfonylaminocarbonyl;

R¹², at each occurrence, is independently selected from the group consisting of
hydrogen, halogen, alkyl, haloalkyl, alkoxy, carboxyalkoxy, carboxyalkyl
and heterocycl; and,

p is an integer of zero to five;

20 wherein R¹, R², R¹⁰, R¹¹, R¹² and R¹³ are unsubstituted or substituted with
at least one electron donating group or electron withdrawing group.

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6. The compound of claim 5 wherein p is one;

⁵ R¹² is selected from the group consisting of halogen, alkyl, alkoxy,

carboxyalkoxy, carboxyalkyl and heterocyclyl; and

R^{10} and R^{11} are joined to form a three to seven membered heterocyclyl ring; said ring selected from the group consisting of piperidine, piperazine, morpholine, pyrrolidine and azetidine

7. The compound of claim 1 selected from the group consisting of 1-(6-(4-(2-isopropyl-phenylsulfanyl)-3-trifluoromethyl-phenyl)-pyrimidin-4-yl)-piperidine-3-carboxylic acid, 4-(4-(2-isopropyl-phenylsulfanyl)-3-trifluoromethyl-phenyl)-6-(3-(2H-tetrazol-5-yl)-piperidin-1-yl)-pyrimidine, 4-(4-(2-isopropyl-phenylsulfanyl)-3-trifluoromethyl-phenyl)-6-(4-(2H-tetrazol-5-yl)-piperidin-1-yl)-pyrimidine, (1-(6-(4-(2-isopropyl-phenylsulfanyl)-3-trifluoromethyl-phenyl)-pyrimidin-4-yl)-piperidin-3-yl)-methanol, 2-(1-(6-(4-(2-isopropyl-phenylsulfanyl)-3-trifluoromethyl-phenyl)-pyrimidin-4-yl)-piperidin-4-yl)-ethanol, N-(1-(4-(4-(2-isopropyl-phenylsulfanyl)-3-trifluoromethyl-phenyl)-pyridin-2-yl)-pyrrolidin-3-yl)-acetamide, 1-(4-(4-(2-methoxy-phenylsulfanyl)-3-trifluoromethyl-phenyl)-pyridin-2-yl)-pyrrolidine-3-ol, N-1-(4-(4-(2-methoxy-phenylsulfanyl)-3-trifluoromethyl-phenyl)-pyridin-2-yl)-pyrrolidine-3-yl-acetamide, N-1-(4-(4-(2-methoxy-phenylsulfanyl)-3-trifluoromethyl-phenyl)-pyridin-2-yl)-pyrrolidine-3-yl-acetamide, N-(1-(4-(4-(2,3-dihydro-

benzo(1,4)dioxin-6-ylsulfanyl)-3-trifluoromethyl-phenyl)-pyridin-2-yl)-pyrrolidin-3-yl)-acetamide, 4'-(4-(2,3-dihydro-benzo(1,4)dioxin-6-ylsulfanyl)-3-trifluoromethyl-phenyl)-3,4,5,6-tetrahydro-2*H*(1,2')bipyridinyl-4-carboxylic acid and 4'-(4-(2,3-dihydro-benzo(1,4)dioxin-6-ylsulfanyl)-3-trifluoromethyl-phenyl)- 3,4,5,6-tetrahydro-2*H*- (1,2')bipyridinyl-3-carboxylic acid.

5 (1,2')bipyridinyl-3-carboxylic acid.

8. A composition comprising:

a compound of claim 1

in a pharmaceutically acceptable carrier.

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9. A method of inhibiting inflammation or suppressing immune response in a mammal comprising administering to said mammal a therapeutic amount of a compound of claim 1.

add
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